



## MEMORANDUM

DATE: May 9, 2016  
TO: EDA President Krant, EDA Board Members, and Administrator Kreft  
FROM: Cynthia Smith Strack, Community Development Director  
RE: Item 5.9 Business Subsidy Agreement: Ridgeview Medical Center

**REQUEST: Recommendation to City Council – Business Subsidy Agreement Ridgeview Health Campus**

### GENERAL INFORMATION

Ridgeview Medical Center has filed documents and applications related to “Ridgeview Health Campus” an innovative and cohesive mixed use planned unit development. RHC includes a three story 54-unit senior independent living center, a 10,000 square foot health/wellness center, and a 12,900 sf medical clinic. The medical clinic will initially be one story but will be designed to accommodate two additional stories (total of three). Project cost is estimated at \$6.5M and will be subject to real estate tax.

Ridgeview Medical Center and the City of Belle Plaine have entered into a purchase agreement for the sale of property at 165 Commerce Drive West. The purchase agreement contemplates sale of the property for \$1 equating to a land write-down in the amount of two hundred sixty-five thousand dollars and no/cents (\$265,000.00).

The land write down qualifies as a ‘business subsidy’ under Minn. Stat. § 116J.994. Because the subsidy exceeds \$150,000 in value, the City must hold a public hearing and enter into a business subsidy agreement with the recipient. The agreement ensures wage and job goals resulting from the project are met and retained. Failure to meet job/wage goals results in a reduction of the business subsidy.

In exchange for the land write down Ridgeview Medical Center is to create a minimum of twenty (20) full-time equivalent jobs with a starting wage of no less than \$12.69, exclusive of benefits.

The City Council is to hold the require public hearing on May 16<sup>th</sup>. Following the hearing the Council will take action to authorize execution of the business subsidy agreement.

A copy of the agreement is included in the EDA packet. The EDA is to make a recommendation to the City Council regarding the agreement. The agreement was drafted by the City Attorney’s Office and reviewed by Ridgeview Medical Center. Staff has been involved in review and is comfortable with the agreement as presented. As such approval is recommended.

Please also find attached a copy of the planned unit development site plan for your information.

### **ACTION**

Review and recommendation to Council.

## **BUSINESS SUBSIDY AGREEMENT**

THIS AGREEMENT, made as of the \_\_\_\_ day of \_\_\_\_\_, 2016, by and between the City of Belle Plaine, Minnesota (the "City"), a municipal corporation organized and existing under the laws of the State of Minnesota and Ridgeview Medical Center (the "Developer"), a Minnesota nonprofit corporation.

WITNESSETH:

WHEREAS, the City believes that the development of the Project (as defined below), and fulfillment of this Agreement are vital and are in the best interests of the City, the health, safety, morals and welfare of residents of the City, and in accordance with the public purpose and provisions of the applicable state and local laws and requirements under which the Project has been undertaken and is being assisted; and

WHEREAS, the requirements of the "Business Subsidy Law", Minnesota Statutes, Section 116J.993 through 116J.995, apply to this Agreement; and

WHEREAS, the City has adopted criteria for awarding business subsidies that comply with the Business Subsidy Law, after a public hearing for which notice was published; and

WHEREAS, the Council has approved this Agreement as a subsidy agreement under the Business Subsidy Law.

NOW, THEREFORE, in consideration of the premises and the mutual obligations of the parties hereto, each of them does hereby covenant and agree with the other as follows:

### **ARTICLE I DEFINITIONS**

All capitalized terms used and not otherwise defined herein shall have the following meanings unless a different meaning clearly appears from the context:

"Agreement" means this Agreement, as the same may be from time to time modified, amended or supplemented;

"Assisted/Independent Living Facility" means an assisted/independent living facility approximately 65,000 square feet in area;

"Benefit Date" means the date the Project improvements to the Development Property are substantially completed, as evidenced by a conditional or final certificate of occupancy for the Project issued by the City;

"Business Day" means any day except a Saturday, Sunday or a legal holiday or a day on which banking institutions in the City are authorized by law or executive order to close;

"Business Subsidy Law" means Minnesota Statutes, Section 116J.993 through 116J.995, as amended.

"City" means the City of Belle Plaine, Minnesota;

"Clinic" means a medical clinic approximately 13,000 square feet in area;

"County" means Scott County, Minnesota;

“Developer” means Ridgeview Medical Center, its successors and assigns;

“Development Property” means the real property legally described in Exhibit A attached to this Agreement;

“Master Development” means a mixed use commercial development and related improvements to be constructed on the Development Property;

“Project” means the Clinic and the Rehabilitation Facility that the Developer plans to construct as part of the Master Development.

“Rehabilitation Facility” means a rehabilitation, wellness and fitness facility approximately 10,000 square feet in size.

“State” means the State of Minnesota;

“The Lutheran Home” means The Lutheran Home Association, a Minnesota nonprofit corporation or any of its affiliates.

“Unavoidable Delays” means delays, outside the control of the party claiming its occurrence, which are the direct result of strikes, other labor troubles, unusually severe or prolonged bad weather, acts of God, fire or other casualty to the Project, litigation commenced by third parties which, by injunction or other similar judicial action or by the exercise of reasonable discretion, directly results in delays, or acts of any federal, state or local governmental unit (other than the City) which directly result in delays.

## **ARTICLE II REPRESENTATIONS AND WARRANTIES**

(1) Representations and Warranties of the City. The City makes the following representations and warranties:

(a) The City is a municipal corporation and has the power to enter into this Agreement and carry out its obligations hereunder.

(b) The City has adopted criteria for awarding business subsidies that comply with the Business Subsidy Law. This Agreement and the business subsidy described herein meet the City’s criteria.

(c) On May 16, 2016, the City Council held a public hearing for which notice was properly published regarding this Agreement and the business subsidy described herein.

(d) No member of the governing body or other official of the City has any financial interest, direct or indirect, in this Agreement, the Development Property, the Master Development, the Project, the Assisted/Independent Living Facility, the Rehabilitation Facility or any contract, agreement or other transaction contemplated to occur or be undertaken thereunder or with respect thereto, nor has any such member of the governing body or other official participated in any decision relating to the Agreement which affects his or her personal interests or the interests of any corporation, partnership or association in which he or she is directly or indirectly interested. No member, official or employee of the City shall be personally liable to the City in the event of any default or breach by the Developer or successor or on any obligations under the terms of this Agreement.

(e) Neither the execution and delivery of this Agreement, the consummation of the transactions contemplated hereby, nor the fulfillment of or compliance with the terms and conditions of this Agreement is prevented, limited by or conflicts with or results in a breach of, the terms, conditions or provision of any contractual restriction, evidence of indebtedness, agreement or instrument of

whatever nature to which the City is now a party or by which it is bound, or constitutes a default under any of the foregoing.

(2) Representations and Warranties of the Developer. The Developer makes the following representations and warranties:

(a) The Developer is a Minnesota nonprofit corporation and has the power to enter into this Agreement and to perform its obligations hereunder and is not in violation of the laws of the State.

(b) The Developer shall cause the Project to be developed in accordance with the terms of this Agreement and in substantial compliance with all local, state and federal laws and regulations (including, but not limited to, environmental, zoning, energy conservation, building code and public health laws and regulations).

(c) The development of the Project would not be undertaken by the Developer, and in the opinion of the Developer would not be economically feasible within the reasonably foreseeable future, without the assistance and benefit to the Developer provided for in this Agreement.

(d) Neither the execution and delivery of this Agreement, the consummation of the transactions contemplated hereby, nor the fulfillment of or compliance with the terms and conditions of this Agreement is prevented, limited by or conflicts with or results in a breach of, the terms, conditions or provision of any contractual restriction, evidence of indebtedness, agreement or instrument of whatever nature to which the Developer is now a party or by which it is bound, or constitutes a default under any of the foregoing.

### **ARTICLE III UNDERTAKINGS BY DEVELOPER AND CITY**

(1) Developer's Obligations. As consideration of the economic assistance provided by the City pursuant to the Purchase Agreement between the Developer and the City dated August 26, 2015, as amended November 16, 2015, and as further amended March \_\_\_\_, 2016 (collectively, the "Purchase Agreement"), the Developer agrees as follows:

(a) The Developer will commence construction of the Project on the Development Property pursuant to construction plans approved by the City on or before November 1, 2016 and complete the construction of the Project on the Development Property on or before December 31, 2018. Commencement of construction shall mean construction activities beyond grading the Development Property. The City agrees that, in addition to the Project, the Developer may construct (or allow others to construct) additional buildings and improvements on the Development Property including, but not limited to, the Rehabilitation Facility and the Assisted/Independent Living Facility. Any additional buildings and improvements constructed on the Development Property are not part of the Project nor subject to this Agreement.

(b) Pursuant to a ground lease, the Developer will convey a leasehold interest in a portion of the Development Property to The Lutheran Home for the purpose of constructing the Assisted/Independent Living Facility on the leased land. The annual rent payable by The Lutheran Home pursuant to such ground lease shall be \$1.00. The Developer reserves the right to determine the size and location of the land leased to The Lutheran Home. Further, except for the required rent rate set forth above, the Developer and The Lutheran Home shall be free to negotiate the other terms of the ground lease including, but not limited to, obligations on the part of The Lutheran Home to pay its share of costs associated with the construction, operation, maintenance and future expansion of the Master Development.

(2) City's Obligations. In consideration of the Developer's promise to cause the construction of the Project, to create the jobs set forth in Article IV below, and to convey a leasehold interest in a portion of the Development Property to The Lutheran Home for construction of the

Assisted/Independent Living Facility, the City agrees to convey the Development Property to the Developer for \$1.00, which results in a land write-down in the amount of two hundred sixty-five thousand dollars and no/cents (\$265,000.00). The City further agrees it will not enact any moratorium or change any City ordinance prior to the Developer obtaining planning approvals for the Project that would: i) impair the Developer's ability to complete the Project; or ii) significantly increase the cost of the Project.

#### **ARTICLE IV BUSINESS SUBSIDY REQUIREMENTS**

(1) General Terms.

(a) The business subsidy provided to the Developer under this Agreement consists of the land write down in the estimated amount of \$265,000.00.

(b) The public purposes of the subsidy are to provide employment opportunities and encourage economic development within the City and provide City residents with enhanced health care options within the City.

(c) The goals for the subsidy are to maintain the Project for at least five (5) years as described in clause (1)(f) of this Article IV, and to create the jobs and wage levels in accordance with clause (2) of this Article IV.

(d) If the goals described in clause (1)(c) of this Article III are not met, the Developer must make the payments to the City described in clause (3) of this Article IV.

(e) The subsidy is needed to induce the Developer to locate the Project in the City, thus enhancing job growth and healthcare options for the City and the State as a whole. Absent the subsidy provided in this Agreement, the expansion would likely occur in another city.

(f) The Developer must continue to operate the Project for at least five (5) years after the Benefit Date.

(g) The Developer has not received any other financial assistance from other grantors (other than as described herein) qualifying as a business subsidy under the Business Subsidy Law.

(h) The Developer has no parent corporation.

(2) Job and Wage Goals. Within two years after the Benefit Date, the Developer shall cause to be created at least twenty (20) new full-time equivalent jobs on the Development Property and shall cause the wages for such 20 employees on the Development Property to be no less than \$12.69 per hour, exclusive of benefits, if any. Notwithstanding anything to the contrary herein, if the wage and job goals described in this paragraph are met by the Benefit Date or at any time thereafter, those goals are deemed satisfied despite the Developer's continuing obligations under clause (1)(f) and clause (4) of this Article IV. Upon the request of the Developer, the City may, after a public hearing held by the City Council, extend the Benefit Date by up to one (1) year, provided that nothing in this section will be construed to limit the City's legislative discretion regarding this matter.

(3) Remedies. If the Developer fails to meet the goals described in clause (1)(c) of this Article IV, subject to notice and an opportunity to cure such failure as provided in clause (5) below, this Agreement will be deemed terminated, and the Developer shall repay to the City upon written demand from the City a "pro rata share" of the land write-down, which shall be the City's sole and exclusive remedy for any breach of this Agreement by the Developer. The term "pro rata share" means a percentage calculated as follows:

(a) if the failure relates to the number of jobs, the jobs required less the jobs created, divided by the jobs required;

(b) if the failure relates to wages, the number of jobs required less the number of jobs that meet the required wages, divided by the number of jobs required;

(c) if the failure relates to a failure to operate the Project in accordance with clause (1)(f) of this Article IV, sixty (60) less the number of months of operation of the Project (where any month in which the clinic is in operation for at least fifteen (15) days constitutes a month of operation), commencing on the Benefit Date and ending with the date the Project ceases operation, divided by sixty (60); and

(d) if more than one of clauses (a) through (c) apply, the highest percentage reduction will be used.

(4) Reports. The Developer must submit to the City a written report regarding business subsidy goals and results by no later than March 1 of each year, commencing March 1, 2017, and continuing until the later of (i) the date the goals stated in clause (1)(c) of this Article IV are met; (ii) 30 days after expiration of the five-year period described in clause (1)(f) of this Article IV; or (iii) if the goals are not met, the date any portion of the subsidy is repaid in accordance with clause (3) of this Article IV. The report must comply with Section 116J.994, subdivision 7 of the Business Subsidy Law. The form of written report regarding business subsidy goals and results can be found at <http://mn.gov/deed/government/business-subsidy/report-forms>. If the Developer fails to timely file any report required under this Section, the City will give the Developer a warning notice pursuant to Article VI, clause (4) and via email, which notice shall be given by the City within one (1) week after the required filing date. If, after fourteen (14) days following the date the notice is deemed given pursuant to Article VI, clause (4) the Developer fails to provide a report, the Developer must pay to the City a penalty of \$100.00 for each subsequent day until the report is filed. The maximum aggregate penalty payable under this Section is \$1,000.00. The City will file any reports required to be filed with the State under the Business Subsidy Law.

(5) Cure Period. If the Developer fails to meet the goals described in clause (1)(c) of this Article IV, the City shall give the Developer a warning notice of the claimed breach pursuant to Article VI, clause (4). The Developer shall then have thirty (30) days from the date the notice is given to cure the claimed breach, or if the breach cannot be cured within thirty (30) days, a reasonable period of time so long as the Developer commences a cure within such thirty (30) days and thereafter diligently prosecutes the cure to completion.

## **ARTICLE V RISK**

(1) For purposes of this Agreement, each party shall be liable for its own acts and omissions.

(2) All covenants, stipulations, promises, agreements and obligations of the City contained herein shall be deemed to be the covenants, stipulations, promises, agreements and obligations of the City and not of any governing body member, officer, agent, servant or employee of the City, as the case may be. All covenants, stipulations, promises, agreements and obligations of the Developer contained herein shall be deemed to be the covenants, stipulations, promises, agreements and obligations of the Developer and not of any governing body member, officer, agent, servant or employee of the Developer, as the case may be.

**ARTICLE VI  
ADDITIONAL PROVISIONS**

(1) Titles of Articles and Sections. Any titles of the several parts, articles and sections of the Agreement are inserted for convenience of reference only and shall be disregarded in construing or interpreting any of its provisions.

(2) Notices and Demands. Except as otherwise expressly provided in this Agreement, a notice, demand or other communication under this Agreement by any party to any other shall be sufficiently given or delivered if it is dispatched by registered or certified mail, postage prepaid, return receipt requested, by delivery by a service providing confirmation of receipt, or delivered personally, and

(a) in the case of the Developer is addressed to or delivered personally to:

President/CEO  
Ridgeview Medical Center  
500 South Maple Street  
Waconia, MN 55387

(b) in the case of the City is addressed to or delivered personally to:

City Administrator  
City of Belle Plaine  
218 North Meridian Street  
Belle Plaine, MN 56011

or at such other address with respect to any such party as that party may, from time to time, designate in writing and forward to the other, as provided in this Article. Any notice shall be deemed given on the date received by the party to whom the notice is sent.

(3) Counterparts. This Agreement may be executed in any number of counterparts, each of which shall constitute one and the same instrument.

(4) Law Governing. This Agreement will be governed and construed in accordance with the laws of the State.

(5) Provisions Surviving Rescission or Expiration. Article V shall survive any rescission, termination or expiration of this Agreement with respect to or arising out of any event, occurrence or circumstance existing prior to the date thereof.

(6) Assignability of Agreement. This Agreement may be assigned by the Developer to an entity controlled by Developer provided the assignee agrees to assume the Developer's obligations hereunder. The Developer shall give the City written notice of any such assignment within thirty (30) days after it occurs. Any other assignment shall require the City's prior written consent.

IN WITNESS WHEREOF, the City has caused this Agreement to be duly executed in its name and on its behalf and its seal to be hereunto duly affixed, and the Developer has caused this Agreement to be duly executed in its name, on or as of the date first above written.

THE CITY OF BELLE PLAINE

By \_\_\_\_\_  
Its Mayor

By \_\_\_\_\_  
Its City Administrator

(SEAL)

RIDGEVIEW MEDICAL CENTER

By \_\_\_\_\_  
Its President/CEO

**EXHIBIT A**  
**LEGAL DESCRIPTION**

The Property is legally described as:

]





## MEMORANDUM

DATE: May 9, 2016  
TO: EDA President Krant, EDA Board Members, and Administrator Kreft  
FROM: Cynthia Smith Strack, Community Development Director  
RE: Item 5.10 June Regular Meeting Date

**REQUEST: Motion to Change June Regular Meeting Date to Tuesday, June 7<sup>th</sup>**

### GENERAL INFORMATION

**EDA Task:** Consider request to reschedule the June regular meeting from June 13<sup>th</sup> to Tuesday, June 7<sup>th</sup> at 6:30 p.m.

**Recommendation:** MOTION to reschedule June regular meeting to Tuesday, June 7<sup>th</sup> at 5:00 p.m.



## MEMORANDUM

DATE: May 9, 2016  
TO: EDA President Krant, EDA Board Members, and Administrator Kreft  
FROM: Cynthia Smith Strack, Community Development Director  
RE: Item 5.11 Assume Ownership of Chamber Sign

**REQUEST: Motion to proceed with process to assume ownership of the Chamber sign**

### GENERAL INFORMATION

The EDA revisited an offer to assume ownership of a sign in the Laredo Street right-of-way at a work session on April 27<sup>th</sup>. The EDA discussed the merit of the sign in terms of directional signage for the Downtown following completion of the CSAH 3 interchange.

If the EDA wishes to proceed with assuming ownership of the sign, a MOTION to authorize and direct staff to proceed is kindly requested.

If the project moves forward, the EDA and City Council would consider resolutions accepting the donation.

Attached please find mock-ups of potential directional sign designs. The illustrations are for background information only. If the EDA moves forward with assuming ownership additional scrutiny of future sign design will be conducted.

### **ACTION**

MOTION to proceed.

**Historic  
Downtown**

**Food  
Lodging**  
Next Right



**Belle Plaine**



**DOWNTOWN**

---

**MERIDIAN STREET  
COMMERCE DRIVE  
ENTERPRISE  
DRIVE**



**NEXT RIGHT**

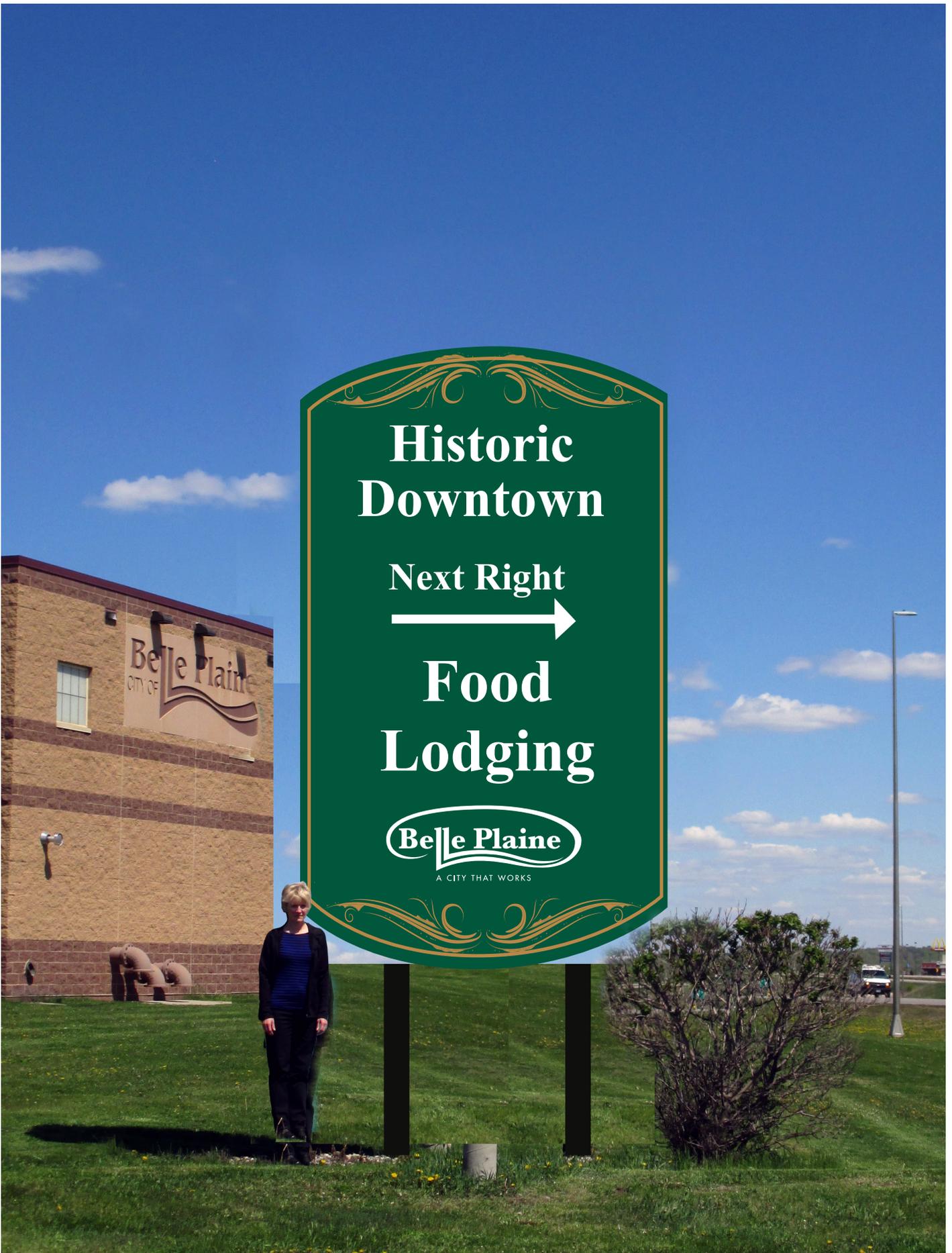


# Historic Downtown

Next Right



# Food Lodging





**Historic  
Downtown**

**Next Right**



**Food  
Lodging**





## MEMORANDUM

DATE: May 9, 2016  
TO: EDA President Krant, EDA Board Members, and Administrator Kreft  
FROM: Cynthia Smith Strack, Community Development Director  
RE: Item 5.12 EDA Enabling Resolution and Bylaws

**REQUEST: Consideration of Resolution 16-10 Acknowledging Amendments to the Economic Development Authority Enabling Resolution and Approving Amendments to the Belle Plaine Economic Development Authority Bylaws**

### GENERAL INFORMATION

**EDA Task:** Consider Resolution 16-10.

**Background:** The City Council approved an EDA Enabling Resolution in 1990 creating the EDA. As noted in our goal/work plan setting discussions, the EDA enabling resolution approved in 1990 was inconsistent with Minnesota Statutes relating to the length of EDA terms. In addition, the original enabling resolution was outdated in regard to representation and staff function.

The City Council on April 18<sup>th</sup> approved Resolution 16-39 Amending and Restating the EDA Enabling Resolution.

The amended enabling resolution is now offered for acknowledgement by the EDA. Please find a redlined version of the amended enabling resolution attached. As noted, the amendments are very limited and reflect current statutes and operating procedures.

The EDA bylaws mirror certain standards contained in the Enabling Resolution with regard to term length, board composition, and staffing arrangements. Please also find attached redlined bylaws for consideration. The EDA has the authority and responsibility to amend the bylaws.

Resolution 16-10 Acknowledging Amendments to the Economic Development Authority Enabling Resolution and Approving Amendments to the Belle Plaine Economic Development Authority Bylaws is attached and offered for consideration.

**Recommendation:** Approve Resolution 16-10.

CITY OF BELLE PLAINE, MINNESOTA

RESOLUTION 90-40 NO.

**A RESOLUTION ~~ESTABLISHING~~ AMENDING AND RESTATING THE ENABLING RESOLUTION FOR THE BELLE PLAINE ECONOMIC DEVELOPMENT AUTHORITY PURSUANT TO THE PROVISIONS OF MINNESOTA STATUTES, CHAPTER 469**

WHEREAS, the Minnesota State Legislature has enacted Minnesota Statutes, Sections 469.090 to 469.108 authorizing any statutory or home rule charter City to establish an Economic Development Authority having the powers contained in the Enabling Act (herein after the “Enabling Act”) and a Housing and Redevelopment Authority established under Minnesota Statutes, Sections 469.001 to 469.047 or other law, and a city under Minnesota Statutes, Section 469.124 to 469.134 or other law, and

WHEREAS, ~~the City wishes to establish such an~~ on November 19, 1990, following a public hearing, the City Council established the Belle Plaine Economic Development Authority ~~and to define the relationship between it and the Council and Mayor~~ by adoption of ~~this~~ an Enabling Resolution, and

WHEREAS, it is intended that this Resolution be amended from time to time as may be required to further define or redefine the respective roles of the Economic Development Authority and the Council and Mayor regarding development and redevelopment within the City, and

WHEREAS, it is intended by this Resolution and actions taken hereunder, the Council and Mayor of the City shall establish broad policies for public-assisted development within the City and that the implementation of such policies be the responsibility of the Economic Development Authority, and

WHEREAS, it is the desire of the Council and Mayor that adoption of this Resolution and the creation of an Economic Development Authority will result in a conscientious and coordinated effort to encourage and precipitate future development within the City so as to increase tax base, promote employment and enhance the health, safety and welfare of City residents.

WHEREAS, on this date the Council has conducted a public hearing with respect to the ~~establishment of an~~ adoption of this amended and restated Enabling Resolution of the Belle Plaine Economic Development Authority ~~upon notice published in the form and times provided in~~ pursuant to Minnesota Statutes, Section 469.093.

NOW, THEREFORE BE IT RESOLVED by the City of Belle Plaine:

SECTION 1. Establishment.

There is hereby created in the City an Economic Development Authority which, subject to the provisions of this Enabling Resolution, shall have all of the powers, duties and responsibilities of any Economic Development Authority created pursuant to the Enabling Act, or other law, and a

Housing and Redevelopment Authority to carry out economic, housing and industrial development and redevelopment within the City in accordance with such general policies as may from time to time be established by the Council and Mayor.

## SECTION 2. Definitions.

- A. "Authority" means the Belle Plaine Economic Development Authority.
- B. "City" means the City of Belle Plaine, Minnesota.
- C. "Council" means the duly elected governing body of the City.
- D. "Enabling Act" means Minnesota Statutes, Sections 469.090 to 469.108, authorizing the City of Belle Plaine to create an Economic Development Authority.
- E. "Enabling Resolution" means this Resolution of the Council establishing the Belle Plaine Economic Development Authority pursuant to the Enabling Act.
- F. "The Development Act" means City Development Districts, Minnesota Statutes, Sections 469.124 to 469.134.
- G. "The Housing Act" means Municipal Housing and Redevelopment Authorities, Minnesota Statutes, Section 469.001 to 469.047.
- H. "The Housing Bond Act" means the Municipal Housing Program Act, Minnesota Statutes, Chapter 462C.
- I. "Industrial Bond Act" means the Municipal Industrial Development Act, Minnesota Statutes, Sections 469.152 to 469.165.
- J. "Tax Increment Act" mean Tax Increment Financing, Minnesota Statutes, Sections 469.174 to 469.179.

## SECTION 3. Legal Status.

The Authority shall be a public body politic and corporate and a political subdivision of the State of Minnesota. It shall not be considered a department of the City nor shall the City be liable for its obligations, unless assumed by the City in writing. Its relationship to the Council and Mayor shall be governed by the Enabling Act, this Enabling Resolution and the various statutes under which it operates, including the Enabling Act, the Housing Act, the Development Act, the Industrial Bond Act, the Housing Bond Act and the Tax Increment Act; provided, that in the event there is a conflict between the terms of the Enabling Resolution and any such statute, the Statute shall control and in the event there is a conflict between the Enabling Act and any such statutes, the Enabling Act shall control; provided further, that a statute granting authority shall not be deemed to be in conflict with a statute that grants less or no such authority.

SECTION 4. Name.

The Economic Development Authority created by the Enabling Act and this Enabling Resolution shall be known legally as the Belle Plaine Economic Development Authority (hereinafter referred to as BPEDA).

SECTION 5. Governing Body.

The powers of the Authority shall be vested in the Authority Commissioners (hereinafter the "Commissioners") thereof in office at any time, a majority of whom shall constitute a quorum for all purposes.

A. Membership of the Authority shall consist of seven Commissioners with two members from the City Council, ~~one member from the Chamber of Commerce, one member from the Belle Plaine Development Corporation, and three~~ and five members at large.

B. The Mayor shall appoint the Commissioners with the approval of the City Council.

C. The initial terms of the Commissioners shall be two members for one, two and three years respectively and one member for a ~~four~~six year term. Thereafter all Commissioners shall be appointed for four year terms.

D. If a vacancy is created when a City Council, Chamber of Commerce, or Belle Plaine Development Corporation member is no longer in good standing with their organization or other such vacancy occurs, the commission vacancy shall be filled for the balance of the term by Mayoral appointment with approval and consent of the Council.

SECTION 6. Authority Officers and Duties.

A. Officers. The Commissioners shall elect a President, a Vice-President, a Treasurer, a Secretary and an Assistant Treasurer. The Authority shall elect the President and Vice-President at the same time. Other offices may be held by the same Commissioner. The offices of Secretary and Assistant Treasurer need not be held by a Commissioner.

B. Duties and Powers.

1. Duties and Powers of President. The President shall preside when present at all meetings of the Commission and shall handle all general acts of management and shall see that all orders and resolutions of the Authority are carried into effect and signed and delivered in the name of the Authority. Any deeds, mortgages, bonds, contracts or other instruments pertaining to the Authority except in cases where the authority to sign or deliver the same is required by law to be exercised by the City, shall be signed by the President.

2. Duties and Powers of Vice-President. The Vice-President shall assume the duties and powers of the President in the absence of the President and shall perform such other duties as may be directed by the President for the Authority.

3. Duties and Powers of the Secretary. The Secretary shall attend all meetings of the Authority and shall keep or cause to be kept in a book provided for that purpose a true and complete record of the proceedings of all meetings. The Secretary shall be custodian of the records and the seal of the Authority and shall see that the seal is affixed to all documents, the execution of which on behalf of the Authority under its seal is duly authorized. The Secretary shall attend to and give all notices and perform such other duties as may be directed by the Authority.

4. Duties and Powers of Treasurer. The Treasurer shall receive and is responsible for the Authority's money and is responsible for the acts of the Assistant Treasurer. The Treasurer shall disburse Authority money by check only and shall keep an account of the source of all receipts and the nature, purpose and authority of all disbursements. The Treasurer shall also file the Authority's detailed financial statement with its Secretary at least once a year at a time set by the Authority. The Treasurer shall give bond to the State conditioned for the faithful discharge of official duties. The bond must be approved as to form and surety by the Authority and filed with the Secretary. The bond must be for twice the amount of money likely to be on hand ~~and~~ at any one time as determined at least annually by the Authority provided that the bond must not exceed \$300,000.00.

5. Duties and Powers of Assistant Treasurer. The Assistant Treasurer shall have all the powers and duties of the Treasurer if the Treasurer is absent or disabled.

#### SECTION 7. Organizational Matters.

A. By-Laws. The Authority may adopt By-Laws and Rules of Procedure and shall adopt an Official Seal.

B. Executive Director. The ~~Economic Development Coordinator~~ Community Development Director of the City of Belle Plaine shall serve as the Executive Director for the BPEDA.

C. Employees. The Authority shall be empowered to hire such employees, agents and consultants as deemed proper and as further provided in the Enabling Act. Such employees, agents and consultants shall assist the Authority in performing the following powers and duties: 1) see that all resolutions, rules, regulations, or orders of the Authority are enforced; 2) to appoint and remove upon the basis of merit and fitness, all subordinate officers and regular employees of the Authority; 3) to present the Authority plans, studies and reports prepared for Authority purposes and recommend to the commissioners for adoption such measures as deemed necessary to enforce or carry out the powers and duties of the Authority or the efficient administration of the affairs of the Authority; 4) to recommend to the commissioners for adoption such rules and regulations as deemed necessary for the efficient operation of the Authority's functions; and 5) to perform such other duties as may be prescribed by the commissioners.

D. Fiscal Year. The fiscal year of the Authority is the calendar year.

E. Budget to City. Prior to September 1<sup>st</sup> of each year the Authority shall send its budget to the City Council of the City of Belle Plaine. The budget must include a detailed written estimate of

the amount of money that the Authority expects to need from the City to do Authority business during the next fiscal year.

F. Report to the City. Annually at a time and in the form determined by the City Council, the Authority shall make a written report to the Council giving a detailed account of its activities and of its receipts and expenditures during the preceding calendar year together with additional matters and recommendations that it deems advisable for the economic development of the City.

G. Modifications. That each year, sixty (60) days before or after the anniversary date of the first adoption of this Enabling Resolution, the BPEDA shall submit to the City Council its report regarding modification of this Enabling Resolution as provided in Section 469.093, subdivision 3, of the Enabling Act.

H. Audits. The financial statement of the Authority must be prepared, audited, filed and published or posted in the same manner required for the financial statements of the City of Belle Plaine. The financial statements must permit comparison and reconciliation with the City's accounts and financial reports. The report must be filed with the State Auditor by June 30<sup>th</sup> of each year.

#### SECTION 8. Powers.

A. The Authority may exercise all of the powers contained in the Enabling Act.

B. The Authority may exercise all of the powers contained in the Housing Act.

C. The Authority may exercise all of the powers contained in the Development Act.

D. The Authority may exercise all of the powers of a Redevelopment Agency contained in the Industrial Bond Act.

E. The Authority may exercise all of the powers of a City contained in the Housing Finance Act, provided authorized to do so by ordinance of the Council pursuant to Section 462C.02, Subdivision 6 of the Housing Financing Act.

F. The Authority may exercise all of the powers of an Authority contained in the Tax Increment Act.

G. The Authority may exercise such powers as may be contained in other laws applicable to Economic Development Authorities or Housing and Redevelopment Authorities not specifically described herein.

#### SECTION 9. Limit of Powers.

A. That, except when previously pledged by the Authority, the City Council, after consultation with the Authority, may by resolution require the Authority to transfer any portion of the reserves generated by activities of the Authority that the City Council determines is not necessary for the

successful operation of the Authority to the debt service fund of the City, to be used solely to reduce tax levies for bonded indebtedness of the City.

B. The sale of all bond or obligations issued by the Authority must be approved by the City Council before issuance.

C. The Authority shall follow the budget process for City departments as provided by the City departments as provided by the City and as implemented by the City Council and Mayor.

D. All official actions of the Authority must be consistent with the adopted Comprehensive Plan of the City, and any official controls implementing the Comprehensive Plan.

E. The Authority shall submit all planned activities for influencing the action of any other governmental agency, subdivision, or body to the City Council for approval.

Adopted by the Mayor and City Council this ~~19<sup>th</sup>~~ \_\_\_ day of ~~November, 1990.~~ \_\_\_\_\_, 2016.

\_\_\_\_\_  
\_\_\_\_\_  
~~John Ploetz,~~ Mayor

ATTEST:

\_\_\_\_\_  
~~Cynthia M. Dressen~~  
\_\_\_\_\_  
City Administrator

Motion by: \_\_\_\_\_ Townsend  
Second by: \_\_\_\_\_ Peterson

Coop: \_\_\_\_\_ Aye  
Zurn: \_\_\_\_\_ Aye  
Peterson: \_\_\_\_\_ Aye  
Edberg: \_\_\_\_\_ Aye  
Townsend: \_\_\_\_\_ Aye  
Ploetz: \_\_\_\_\_ Aye



Document comparison by Workshare Compare on Wednesday, April 13, 2016  
7:23:58 AM

<b>Input:</b>	
Document 1 ID	PowerDocs://DOCSOPEN/477218/1
Description	DOCSOPEN-#477218-v1- Belle_Plaine_EDA_Enabling_Resolution_1990
Document 2 ID	PowerDocs://DOCSOPEN/477244/1
Description	DOCSOPEN-#477244-v1- BPEDA_Amended_and_Restated_Enabling_Res
Rendering set	Standard

<b>Legend:</b>	
<a href="#">Insertion</a>	
<del>Deletion</del>	
Moved from	
<u>Moved to</u>	
Style change	
Format change	
<del>Moved deletion</del>	
Inserted cell	
Deleted cell	
Moved cell	
Split/Merged cell	
Padding cell	

<b>Statistics:</b>	
	Count
Insertions	13
Deletions	25
Moved from	0
Moved to	0
Style change	0
Format changed	0
<b>Total changes</b>	<b>38</b>

# BYLAWS OF THE BELLE PLAINE ECONOMIC DEVELOPMENT AUTHORITY

## ARTICLE I

### Purpose

The Belle Plaine Economic Development Authority (BPEDA) is a public body politic and corporate and a political subdivision of the State of Minnesota. The primary purpose of the Authority is to serve as an Economic Development Authority pursuant to Minnesota Statutes, Section 469.090 to ~~469.108~~ 469.108 with the powers of a housing and redevelopment authority pursuant to Minnesota Statutes Sections 469.001 to 469.047 and the powers of a city under Minnesota Statutes, Sections 469.124 to 469.134. The Authority shall be governed by all requirements of said statute, the Enabling Resolution passed by the Belle Plaine City Council and any amendments to the Enabling Resolution which may be enacted in the future.

## ARTICLE II

### Offices and Boundaries

1. The principal office shall be in the Civic Center of the City of Belle Plaine, County of Scott, State of Minnesota.
2. The Authority may also have offices at such other places as the Commissioners of the Authority may from time to time appoint, or as the business of the Authority may require.
3. The territory in which operations of the Authority are principally to be conducted consists of the area in and around the City of Belle Plaine in the State of Minnesota.

## ARTICLE III

### Board of Commissioners

1. The management of all of the affairs, property and business of the Authority shall be vested in a Board of Commissioners, consisting of seven (7) persons, with two members from the City Council, ~~one member from the Chamber of Commerce, one member from the Belle Plaine Development Corporation and three~~ and five members at-large. Commissioners shall be appointed by the Mayor with the approval of the City Council.
2. Not more than three appointed Commissioners may reside outside the City Corporate Limits at any one time. For any appointed Commissioner who resides outside the City Corporate Limits, said Commissioner shall reside within the boundaries of Belle Plaine Independent School District No. 716.
3. The initial terms of the Commissioners shall be one member for one, two, three, four, and five years, respectively, and two members for six years. Thereafter, all Commissioners shall be appointed for six year terms.

4. The Board of Commissioners may exercise all powers of the Authority and do all such lawful acts and things as are directed or required to be done pursuant to law, the Enabling Resolution or pursuant to these By-Laws.

5. All vacancies in the Board of Commissioners, whether caused by resignation, to be a member no longer in good standing of the body they represent (only representative bodies include the City Council, Chamber of Commerce, and the Belle Plaine Development Corporation), death or otherwise, shall be filled by Mayoral appointment with approval by the City Council. A Commissioner, thus selected to fill any vacancy, shall hold office for the balance of the unexpired term to which he or she is appointed.

6. Meetings of the Board of Commissioners shall be held at least monthly in the principal office of the Authority in the City of Belle Plaine, State of Minnesota, or at such other place as the Board may establish from time to time. At least three (3) days written notice of such meetings shall be given to the Commissioners.

7. Special meetings of the Board of Commissioners may be called at any time by the President, or, in his/her absence, by the Vice-President or by any two (2) Commissioners, to be held at the principal office of the Authority in the City of Belle Plaine, State of Minnesota, or at such other place or places as the Commission may from time to time designate. Notice of special meetings of the Board of Commissioners shall be given to each Commissioner at least one (1) day prior to the meeting via telephone, telegram, letter or personally.

8. A quorum at all meetings of the Board of Commissioners shall consist of a majority of the whole board, but in no case shall a quorum be less than four (4) Commissioners. Less than a quorum may, however, adjourn any meeting, which may be held on a subsequent date without further notice, provided a quorum be present at such deferred meeting.

9. The salary paid Commissioners for their services shall be established annually by the City Council. By subsequent resolution of the Board of Commissioners, expenses may be reimbursed for attendance at each regular or special meeting of such Board; provided that nothing herein contained shall be construed to preclude any Commissioner from serving the Authority in any other capacity and receiving compensation therefor.

## **ARTICLE IV**

### Officers

1. The officers of the corporation shall be a President, a Vice-President, a Secretary, a Treasurer, and an Assistant-Treasurer who shall be elected by the Commission to a one-year term. They shall hold office until their successors are elected and qualified. The President, Vice-President and Treasurer shall be members of the Board of Commissioners. The Secretary and Assistant-Treasurer need not be a member of the Board of Commissioners, and may be held by the same person.

2. The President shall preside at all meetings of the Authority, shall be in charge of the day-to-day operations, shall sign or counter-sign all certificates, contracts and other instruments of the Authority as authorized by the Board of Commissioners, shall make reports to the Board of Commissioners, and shall perform all such other duties as are incident to the office or are properly required by the Board of Commissioners.
3. The Vice-President shall exercise the functions of the President during the absence or disability of the President.
4. The Secretary shall issue notice for all meetings, except that notice for special meetings of Commissioners called at the request of Commissioners as provided herein may be issued by such Commissioners, shall keep minutes of all meetings, shall have charge of the Authority books, and shall make such reports and perform such other duties as are incident to the office, or are properly required by the Board of Commissioners.
5. The Treasurer shall perform all duties incident to the office which are properly required by the Board of Commissioners.
6. The Assistant-Treasurer has the powers and duties of the Treasurer if the Treasurer is absent or disabled.
7. In the case of the absence or inability to act of any officer of the Authority and of any person herein authorized to act in his or her place, the Board of Commissioners may from time to time delegate powers or duties of such officer to any other officer, or any Commissioner whom it may select.
8. Vacancies in any office arising from any cause may be filled by the Commissioners at any regular or special meeting.

## **ARTICLE V**

### Attendance and Expenses

1. Any Commissioner who is absent from three (3) consecutive duly called meetings of the Board shall be deemed to have resigned unless the absentee Commissioner provides a satisfactory explanation to the President and the President so notes in the records of the Authority.
2. Commissioners and officers shall be entitled to reimbursement for all reasonable travel and related expenses incurred in attendance at meetings and in the performance of duties on behalf of the Authority. Schedules of reimbursable expenses shall be established by the Authority from time to time.

## ARTICLE VI

### Finance and Administration

1. The monies of the Authority shall be deposited in the name of the Authority in such bank as the Board of Commissioners shall designate, and shall be drawn out only by check signed by persons designated by resolution by the Board of Commissioners.
2. The fiscal year of the Authority shall be the same as the fiscal year of the municipality.
3. The nature, number and qualification of the staff required by the Authority to conduct its business according to these By-Laws shall be annually determined by the Board of Commissioners. Any agreement shall set forth in reasonable detail the nature of the services to be performed, the cost basis for such services and the payment to be made by the Authority. Included within the services to be provided under this arrangement shall be necessary contacts with prospective applicants, involved financial institutions, federal or state agencies and the keeping of necessary books of account and records in connection with the Authority business.
4. The books and records of the Authority shall be kept at the Authority office in the City of Belle Plaine, Minnesota.
5. The affairs of the Authority shall include, but not be limited to, promoting the growth and development of commercial and industrial concerns in and around the City of Belle Plaine.

## ARTICLE VII

### Annual Report and Budget

1. The Authority shall prepare an annual report describing its activities and providing an accurate statement of its financial condition. Said report shall be prepared and submitted to the City of Belle Plaine by January 31 of each year.
2. The Authority shall prepare an annual budget projecting anticipated expenses and sources of revenue. Said report shall be prepared and submitted to the City of Belle Plaine by September 1 each year.
3. The financial statements of the Authority must be prepared, audited, filed and published in the manner required for the financial statements of the municipality. The report must be filed with the State Auditor by June 30 of each year.

## ARTICLE VIII

### Notices

1. Whenever the provisions of the statute or these By-Laws require notice to be given to any Commissioner or officer, except for special meetings called per Article III, Section 6, they shall not be construed to mean personal notice; such notice may be given in writing by depositing the

same in a post office or letter box, in a post-paid; sealed wrapper, addressed to such Commissioner at his or her address as the same appears in the books of the Authority, and the time when the same shall be mailed shall be deemed to the time of the giving of such notice.

2. A waiver of any Notice in writing, signed by a Commissioner, whether before or after the time stated in said Waiver for holding a meeting, shall be deemed equivalent to a Notice required to be given to any Commissioner.

## **ARTICLE IX**

### Staff

1. Executive Director. The ~~Economic Development Coordinator~~[Community Development Director](#) of the City of Belle Plaine shall serve as Executive Director for the BPEDA.

2. The Authority shall, as specified and directed by the Board of Commissioners, make available a professional staff as needed for carrying out the purposes of this Authority.

3. The staff shall have professional management, legal and accounting capabilities sufficient to insure the proper and efficient operation of the Authority.\

4. "Staff" shall include employees of the Authority and other qualified individuals or organizations, who may from time to time contract with the Authority to provide professional legal, accounting and technical assistance services to the Authority.

5. The number of staff shall be determined by the Board of Commissioners.

## **ARTICLE X**

### Seal

1. The official seal of the Authority shall be in the form affixed hereto.

## **ARTICLE XI**

### Indemnification

1. The Authority shall have the power to indemnify any persons, whether officers, Commissioners, employees, agents or other persons acting for or on behalf of the Authority in respect to any and all matters or actions for which indemnification is permitted by the laws of the State of Minnesota, including, without limitation, liability for expenses incurred in defending against actions commenced or threatened.

2. In the discretion of the Commissioners, the Authority may purchase and maintain insurance against claims arising out of events and made or threatened against persons described in Section 1 above, whether or not the Authority has the power to indemnify such person under the laws of the State of Minnesota.

## **ARTICLE XII**

### **Amendment of By-Laws**

1. Alterations, amendments or repeal of the By-Laws may be made by a majority of the Commissioners entitled to vote at any meeting, if the notice of such meeting contains a statement of the proposed alteration, amendment or repeal. Notice of any alteration, amendment or repeal of the By-Laws shall be given in writing to each Commissioner at least ten (10) days prior to the meeting at which said proposed alteration, amendment or repeal shall be considered. No alterations, amendments, or repeal shall be in effect until approved by a majority vote of the City Council.

## **ARTICLE XIII**

### **Miscellaneous**

1. All meetings of the Authority shall be governed by Roberts Rules of Order, Revised.
2. The Authority shall adopt and maintain and annually review a conflict of interest policy which shall be applicable to all actions to be taken by the Commissioners or officers and shall be consistent with Minnesota Statutes, Section 469.098 and Minnesota Statutes, Section 469.009.



~~Adopted~~Approved by the ~~Mayor and~~ City Council this \_\_\_\_\_ day of \_\_\_\_\_, ~~1991~~, of the City of Belle Plaine, Minnesota this 18th day of April, 2016.

\_\_\_\_\_  
~~John Ploetz,~~  
Mayor

ATTEST: ~~\_\_\_\_\_ Motion \_\_\_\_\_~~ by:  
~~\_\_\_\_\_ Second by: \_\_\_\_\_~~

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
City Administrator ~~\_\_\_\_\_ Keup:~~  
~~\_\_\_\_\_ Coop:~~  
(SEAL) ~~\_\_\_\_\_ Peterson:~~  
~~\_\_\_\_\_ Edberg:~~  
~~\_\_\_\_\_ Ploetz:~~

Document comparison by Workshare Compare on Wednesday, April 13, 2016  
7:35:15 AM

<b>Input:</b>	
Document 1 ID	PowerDocs://DOCSOPEN/477873/1
Description	DOCSOPEN-#477873-v1-Belle_Plaine_EDA_Bylaws
Document 2 ID	PowerDocs://DOCSOPEN/477873/2
Description	DOCSOPEN-#477873-v2-Belle_Plaine_EDA_Bylaws
Rendering set	Standard

<b>Legend:</b>	
<a href="#">Insertion</a>	
<del>Deletion</del>	
<del>Moved from</del>	
<u>Moved to</u>	
Style change	
Format change	
<del>Moved deletion</del>	
Inserted cell	
Deleted cell	
Moved cell	
Split/Merged cell	
Padding cell	

<b>Statistics:</b>	
	Count
Insertions	11
Deletions	19
Moved from	0
Moved to	0
Style change	0
Format changed	0
<b>Total changes</b>	<b>30</b>

**BELLE PLAINE ECONOMIC DEVELOPMENT AUTHORITY  
RESOLUTION NO. 16-010**

**RESOLUTION ACKNOWLEDGING AMENDMENTS TO THE ECONOMIC DEVELOPMENT  
AUTHORITY ENABLING RESOLUTION AND APPROVING AMENDMENTS TO  
THE BELLE PLAINE ECONOMIC DEVELOPMENT AUTHORITY BYLAWS**

WHEREAS, the Minnesota State Legislature has enacted Minnesota Statutes, Sections 469.090 to 469.108 authorizing any statutory or home rule charter City to establish an Economic Development Authority having the powers contained in the Enabling Act (herein after the "Enabling Act") and a Housing and Redevelopment Authority established under Minnesota Statutes, Sections 469.001 to 469.047 or other law, and a city under Minnesota Statutes, Section 469.124 to 469.134 or other law, and

WHEREAS, on November 19, 1990, following a public hearing, the City Council established the Belle Plaine Economic Development Authority by adoption of an Enabling Resolution, and

WHEREAS, it is intended that this Resolution be amended from time to time as may be required to further define or redefine the respective roles of the Economic Development Authority and the Council and Mayor regarding development and redevelopment within the City, and

WHEREAS, on April 18, 2016 the City Council, following a public hearing, approved Resolution 16-039, entitled "A Resolution Amending and Restating the Enabling Resolution for the Belle Plaine Economic Development Authority Pursuant to the Provisions of Minnesota Statutes, Chapter 469" attached hereto as 'Attachment A'; and,

WHEREAS, the amended and restated enabling resolution approved by the City Council is inconsistent with certain standards within the Economic Development Authority By-Laws; and,

WHEREAS, the EDA proposes amended By-Laws to remedy the aforementioned inconsistency.

NOW, THEREFORE, BE IT RESOLVED BY the Board of Commissioners (the "Board") of the Belle Plaine Economic Development Authority (the "Authority"), as follows:

1. EDA Enabling Resolution. The Belle Plaine Economic Development Authority (the "EDA") acknowledges City Resolution 16-039 attached hereto as 'Attachment A'.

2. EDA Bylaws. The Belle Plaine Economic Development Authority (the "EDA") approves amended and restated By-Laws as contained in 'Attachment B' affixed hereto.

This resolution shall be effective as of the date hereof.

Approved by the Board of Commissioners of the Belle Plaine Economic Development Authority this 9<sup>th</sup> day of May, 2016.

BELLE PLAINE ECONOMIC  
DEVELOPMENT AUTHORITY

\_\_\_\_\_  
Rick Krant, EDA President

ATTEST

\_\_\_\_\_  
Cynthia Smith Strack, Community Development Director

# ATTACHMENT A: BPEDA RESOLUTION NO. 16-10

## CITY OF BELLE PLAINE, MINNESOTA RESOLUTION NO. 16-039

### A RESOLUTION AMENDING AND RESTATING THE ENABLING RESOLUTION FOR THE BELLE PLAINE ECONOMIC DEVELOPMENT AUTHORITY PURSUANT TO THE PROVISIONS OF MINNESOTA STATUTES, CHAPTER 469

WHEREAS, the Minnesota State Legislature has enacted Minnesota Statutes, Sections 469.090 to 469.108 authorizing any statutory or home rule charter City to establish an Economic Development Authority having the powers contained in the Enabling Act (herein after the "Enabling Act") and a Housing and Redevelopment Authority established under Minnesota Statutes, Sections 469.001 to 469.047 or other law, and a city under Minnesota Statutes, Section 469.124 to 469.134 or other law, and

WHEREAS, on November 19, 1990, following a public hearing, the City Council established the Belle Plaine Economic Development Authority by adoption of an Enabling Resolution, and

WHEREAS, it is intended that this Resolution be amended from time to time as may be required to further define or redefine the respective roles of the Economic Development Authority and the Council and Mayor regarding development and redevelopment within the City, and

WHEREAS, it is intended by this Resolution and actions taken hereunder, the Council and Mayor of the City shall establish broad policies for public-assisted development within the City and that the implementation of such policies be the responsibility of the Economic Development Authority, and

WHEREAS, it is the desire of the Council and Mayor that adoption of this Resolution and the creation of an Economic Development Authority will result in a conscientious and coordinated effort to encourage and precipitate future development within the City so as to increase tax base, promote employment and enhance the health, safety and welfare of City residents.

WHEREAS, on this date the Council has conducted a public hearing with respect to the adoption of this amended and restated Enabling Resolution of the Belle Plaine Economic Development Authority pursuant to Minnesota Statutes, Section 469.093.

NOW, THEREFORE BE IT RESOLVED by the City of Belle Plaine:

#### SECTION 1. Establishment.

There is hereby created in the City an Economic Development Authority which, subject to the provisions of this Enabling Resolution, shall have all of the powers, duties and responsibilities of any Economic Development Authority created pursuant to the Enabling Act, or other law, and a Housing and Redevelopment Authority to carry out economic, housing and industrial development and redevelopment within the City in accordance with such general policies as may from time to time be established by the Council and Mayor.

#### SECTION 2. Definitions.

A. "Authority" means the Belle Plaine Economic Development Authority.

B. "City" means the City of Belle Plaine, Minnesota.

C. "Council" means the duly elected governing body of the City.

D. "Enabling Act" means Minnesota Statutes, Sections 469.090 to 469.108, authorizing the City of Belle Plaine to create an Economic Development Authority.

# ATTACHMENT A: BPEDA RESOLUTION NO. 16-10

E. "Enabling Resolution" means this Resolution of the Council establishing the Belle Plaine Economic Development Authority pursuant to the Enabling Act.

F. "The Development Act" means City Development Districts, Minnesota Statutes, Sections 469.124 to 469.134.

G. "The Housing Act" means Municipal Housing and Redevelopment Authorities, Minnesota Statutes, Section 469.001 to 469.047.

H. "The Housing Bond Act" means the Municipal Housing Program Act, Minnesota Statutes, Chapter 462C.

I. "Industrial Bond Act" means the Municipal Industrial Development Act, Minnesota Statutes, Sections 469.152 to 469.165.

J. "Tax Increment Act" mean Tax Increment Financing, Minnesota Statutes, Sections 469.174 to 469.179.

## SECTION 3. Legal Status.

The Authority shall be a public body politic and corporate and a political subdivision of the State of Minnesota. It shall not be considered a department of the City nor shall the City be liable for its obligations, unless assumed by the City in writing. Its relationship to the Council and Mayor shall be governed by the Enabling Act, this Enabling Resolution and the various statutes under which it operates, including the Enabling Act, the Housing Act, the Development Act, the Industrial Bond Act, the Housing Bond Act and the Tax Increment Act; provided, that in the event there is a conflict between the terms of the Enabling Resolution and any such statute, the Statute shall control and in the event there is a conflict between the Enabling Act and any such statutes, the Enabling Act shall control; provided further, that a statute granting authority shall not be deemed to be in conflict with a statute that grants less or no such authority.

## SECTION 4. Name.

The Economic Development Authority created by the Enabling Act and this Enabling Resolution shall be known legally as the Belle Plaine Economic Development Authority (hereinafter referred to as BPEDA).

## SECTION 5. Governing Body.

The powers of the Authority shall be vested in the Authority Commissioners (hereinafter the "Commissioners") thereof in office at any time, a majority of whom shall constitute a quorum for all purposes.

A. Membership of the Authority shall consist of seven Commissioners with two members from the City Council and five members at large.

B. The Mayor shall appoint the Commissioners with the approval of the City Council.

C. The initial terms of the Commissioners shall be two members for one, two and three years respectively and one member for a six year term. Thereafter all Commissioners shall be appointed for four year terms.

D. If a vacancy is created when a City Council, Chamber of Commerce, or Belle Plaine Development Corporation member is no longer in good standing with their organization or other such vacancy occurs, the commission vacancy shall be filled for the balance of the term by Mayoral appointment with approval and consent of the Council.

## SECTION 6. Authority Officers and Duties.

A. Officers. The Commissioners shall elect a President, a Vice-President, a Treasurer, a Secretary and an Assistant Treasurer. The Authority shall elect the President and Vice-President at the same time. Other

# ATTACHMENT A: BPEDA RESOLUTION NO. 16-10

offices may be held by the same Commissioner. The offices of Secretary and Assistant Treasurer need not be held by a Commissioner.

## B. Duties and Powers.

1. Duties and Powers of President. The President shall preside when present at all meetings of the Commission and shall handle all general acts of management and shall see that all orders and resolutions of the Authority are carried into effect and signed and delivered in the name of the Authority. Any deeds, mortgages, bonds, contracts or other instruments pertaining to the Authority except in cases where the authority to sign or deliver the same is required by law to be exercised by the City, shall be signed by the President.

2. Duties and Powers of Vice-President. The Vice-President shall assume the duties and powers of the President in the absence of the President and shall perform such other duties as may be directed by the President for the Authority.

3. Duties and Powers of the Secretary. The Secretary shall attend all meetings of the Authority and shall keep or cause to be kept in a book provided for that purpose a true and complete record of the proceedings of all meetings. The Secretary shall be custodian of the records and the seal of the Authority and shall see that the seal is affixed to all documents, the execution of which on behalf of the Authority under its seal is duly authorized. The Secretary shall attend to and give all notices and perform such other duties as may be directed by the Authority.

4. Duties and Powers of Treasurer. The Treasurer shall receive and is responsible for the Authority's money and is responsible for the acts of the Assistant Treasurer. The Treasurer shall disburse Authority money by check only and shall keep an account of the source of all receipts and the nature, purpose and authority of all disbursements. The Treasurer shall also file the Authority's detailed financial statement with its Secretary at least once a year at a time set by the Authority. The Treasurer shall give bond to the State conditioned for the faithful discharge of official duties. The bond must be approved as to form and surety by the Authority and filed with the Secretary. The bond must be for twice the amount of money likely to be on hand at any one time as determined at least annually by the Authority provided that the bond must not exceed \$300,000.00.

5. Duties and Powers of Assistant Treasurer. The Assistant Treasurer shall have all the powers and duties of the Treasurer if the Treasurer is absent or disabled.

## SECTION 7. Organizational Matters.

A. By-Laws. The Authority may adopt By-Laws and Rules of Procedure and shall adopt an Official Seal.

B. Executive Director. The City Administrator of the City of Belle Plaine shall serve as the Executive Director for the BPEDA.

C. Employees. The Authority shall be empowered to hire such employees, agents and consultants as deemed proper and as further provided in the Enabling Act. Such employees, agents and consultants shall assist the Authority in performing the following powers and duties: 1) see that all resolutions, rules, regulations, or orders of the Authority are enforced; 2) to appoint and remove upon the basis of merit and fitness, all subordinate officers and regular employees of the Authority; 3) to present the Authority plans, studies and reports prepared for Authority purposes and recommend to the commissioners for adoption such measures as deemed necessary to enforce or carry out the powers and duties of the Authority or the efficient administration of the affairs of the Authority; 4) to recommend to the commissioners for adoption such rules and regulations as deemed necessary for the efficient operation of the Authority's functions; and 5) to perform such other duties as may be prescribed by the commissioners.

D. Fiscal Year. The fiscal year of the Authority is the calendar year.

## ATTACHMENT A: BPEDA RESOLUTION NO. 16-10

E. Budget to City. Prior to September 1<sup>st</sup> of each year the Authority shall send its budget to the City Council of the City of Belle Plaine. The budget must include a detailed written estimate of the amount of money that the Authority expects to need from the City to do Authority business during the next fiscal year.

F. Report to the City. Annually at a time and in the form determined by the City Council, the Authority shall make a written report to the Council giving a detailed account of its activities and of its receipts and expenditures during the preceding calendar year together with additional matters and recommendations that it deems advisable for the economic development of the City.

G. Modifications. That each year, sixty (60) days before or after the anniversary date of the first adoption of this Enabling Resolution, the BPEDA shall submit to the City Council its report regarding modification of this Enabling Resolution as provided in Section 469.093, subdivision 3, of the Enabling Act.

H. Audits. The financial statement of the Authority must be prepared, audited, filed and published or posted in the same manner required for the financial statements of the City of Belle Plaine. The financial statements must permit comparison and reconciliation with the City's accounts and financial reports. The report must be filed with the State Auditor by June 30<sup>th</sup> of each year.

### SECTION 8. Powers.

A. The Authority may exercise all of the powers contained in the Enabling Act.

B. The Authority may exercise all of the powers contained in the Housing Act.

C. The Authority may exercise all of the powers contained in the Development Act.

D. The Authority may exercise all of the powers of a Redevelopment Agency contained in the Industrial Bond Act.

E. The Authority may exercise all of the powers of a City contained in the Housing Finance Act, provided authorized to do so by ordinance of the Council pursuant to Section 462C.02, Subdivision 6 of the Housing Financing Act.

F. The Authority may exercise all of the powers of an Authority contained in the Tax Increment Act.

G. The Authority may exercise such powers as may be contained in other laws applicable to Economic Development Authorities or Housing and Redevelopment Authorities not specifically described herein.

### SECTION 9. Limit of Powers.

A. That, except when previously pledged by the Authority, the City Council, after consultation with the Authority, may by resolution require the Authority to transfer any portion of the reserves generated by activities of the Authority that the City Council determines is not necessary for the successful operation of the Authority to the debt service fund of the City, to be used solely to reduce tax levies for bonded indebtedness of the City.

B. The sale of all bond or obligations issued by the Authority must be approved by the City Council before issuance.

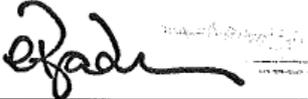
C. The Authority shall follow the budget process for City departments as provided by the City departments as provided by the City and as implemented by the City Council and Mayor.

D. All official actions of the Authority must be consistent with the adopted Comprehensive Plan of the City, and any official controls implementing the Comprehensive Plan.

ATTACHMENT A: BPEDA RESOLUTION NO. 16-10

E. The Authority shall submit all planned activities for influencing the action of any other governmental agency, subdivision, or body to the City Council for approval.

Adopted by the Mayor and City Council this 16<sup>th</sup> day of April, 2016.



\_\_\_\_\_  
Mayor

ATTEST:

  
\_\_\_\_\_  
City Administrator

# ATTACHMENT B: BPEDA RESOLUTION NO. 16-10

## **BYLAWS OF THE BELLE PLAINE ECONOMIC DEVELOPMENT AUTHORITY**

### **ARTICLE I**

#### Purpose

The Belle Plaine Economic Development Authority (BPEDA) is a public body politic and corporate and a political subdivision of the State of Minnesota. The primary purpose of the Authority is to serve as an Economic Development Authority pursuant to Minnesota Statutes, Section 469.090 to 469.108 with the powers of a housing and redevelopment authority pursuant to Minnesota Statutes Sections 469.001 to 469.047 and the powers of a city under Minnesota Statutes, Sections 469.124 to 469.134. The Authority shall be governed by all requirements of said statute, the Enabling Resolution passed by the Belle Plaine City Council and any amendments to the Enabling Resolution which may be enacted in the future.

### **ARTICLE II**

#### Offices and Boundaries

1. The principal office shall be in the Civic Center of the City of Belle Plaine, County of Scott, State of Minnesota.
2. The Authority may also have offices at such other places as the Commissioners of the Authority may from time to time appoint, or as the business of the Authority may require.
3. The territory in which operations of the Authority are principally to be conducted consists of the area in and around the City of Belle Plaine in the State of Minnesota.

### **ARTICLE III**

#### Board of Commissioners

1. The management of all of the affairs, property and business of the Authority shall be vested in a Board of Commissioners, consisting of seven (7) persons, with two members from the City Council and five members at-large. Commissioners shall be appointed by the Mayor with the approval of the City Council.
2. Not more than three appointed Commissioners may reside outside the City Corporate Limits at any one time. For any appointed Commissioner who resides outside the City Corporate Limits, said Commissioner shall reside within the boundaries of Belle Plaine Independent School District No. 716.
3. The initial terms of the Commissioners shall be one member for one, two, three, four, and five years, respectively, and two members for six years. Thereafter, all Commissioners shall be appointed for six year terms.

## ATTACHMENT B: BPEDA RESOLUTION NO. 16-10

4. The Board of Commissioners may exercise all powers of the Authority and do all such lawful acts and things as are directed or required to be done pursuant to law, the Enabling Resolution or pursuant to these By-Laws.
5. All vacancies in the Board of Commissioners, whether caused by resignation, to be a member no longer in good standing of the body they represent (only representative bodies include the City Council, Chamber of Commerce, and the Belle Plaine Development Corporation), death or otherwise, shall be filled by Mayoral appointment with approval by the City Council. A Commissioner, thus selected to fill any vacancy, shall hold office for the balance of the unexpired term to which he or she is appointed.
6. Meetings of the Board of Commissioners shall be held at least monthly in the principal office of the Authority in the City of Belle Plaine, State of Minnesota, or at such other place as the Board may establish from time to time. At least three (3) days written notice of such meetings shall be given to the Commissioners.
7. Special meetings of the Board of Commissioners may be called at any time by the President, or, in his/her absence, by the Vice-President or by any two (2) Commissioners, to be held at the principal office of the Authority in the City of Belle Plaine, State of Minnesota, or at such other place or places as the Commission may from time to time designate. Notice of special meetings of the Board of Commissioners shall be given to each Commissioner at least one (1) day prior to the meeting via telephone, telegram, letter or personally.
8. A quorum at all meetings of the Board of Commissioners shall consist of a majority of the whole board, but in no case shall a quorum be less than four (4) Commissioners. Less than a quorum may, however, adjourn any meeting, which may be held on a subsequent date without further notice, provided a quorum be present at such deferred meeting.
9. The salary paid Commissioners for their services shall be established annually by the City Council. By subsequent resolution of the Board of Commissioners, expenses may be reimbursed for attendance at each regular or special meeting of such Board; provided that nothing herein contained shall be construed to preclude any Commissioner from serving the Authority in any other capacity and receiving compensation therefor.

### ARTICLE IV

#### Officers

1. The officers of the corporation shall be a President, a Vice-President, a Secretary, a Treasurer, and an Assistant-Treasurer who shall be elected by the Commission to a one-year term. They shall hold office until their successors are elected and qualified. The President, Vice-President and Treasurer shall be members of the Board of Commissioners. The Secretary and Assistant-Treasurer need not be a member of the Board of Commissioners, and may be held by the same person.
2. The President shall preside at all meetings of the Authority, shall be in charge of the day-to-day operations, shall sign or counter-sign all certificates, contracts and other instruments of the Authority as authorized by the Board of Commissioners, shall make reports to the Board of Commissioners, and shall

## ATTACHMENT B: BPEDA RESOLUTION NO. 16-10

perform all such other duties as are incident to the office or are properly required by the Board of Commissioners.

3. The Vice-President shall exercise the functions of the President during the absence or disability of the President.
4. The Secretary shall issue notice for all meetings, except that notice for special meetings of Commissioners called at the request of Commissioners as provided herein may be issued by such Commissioners, shall keep minutes of all meetings, shall have charge of the Authority books, and shall make such reports and perform such other duties as are incident to the office, or are properly required by the Board of Commissioners.
5. The Treasurer shall perform all duties incident to the office which are properly required by the Board of Commissioners.
6. The Assistant-Treasurer has the powers and duties of the Treasurer if the Treasurer is absent or disabled.
7. In the case of the absence or inability to act of any officer of the Authority and of any person herein authorized to act in his or her place, the Board of Commissioners may from time to time delegate powers or duties of such officer to any other officer, or any Commissioner whom it may select.
8. Vacancies in any office arising from any cause may be filled by the Commissioners at any regular or special meeting.

### ARTICLE V

#### Attendance and Expenses

1. Any Commissioner who is absent from three (3) consecutive duly called meetings of the Board shall be deemed to have resigned unless the absentee Commissioner provides a satisfactory explanation to the President and the President so notes in the records of the Authority.
2. Commissioners and officers shall be entitled to reimbursement for all reasonable travel and related expenses incurred in attendance at meetings and in the performance of duties on behalf of the Authority. Schedules of reimbursable expenses shall be established by the Authority from time to time.

### ARTICLE VI

#### Finance and Administration

1. The monies of the Authority shall be deposited in the name of the Authority in such bank as the Board of Commissioners shall designate, and shall be drawn out only by check signed by persons designated by resolution by the Board of Commissioners.
2. The fiscal year of the Authority shall be the same as the fiscal year of the municipality.

## ATTACHMENT B: BPEDA RESOLUTION NO. 16-10

3. The nature, number and qualification of the staff required by the Authority to conduct its business according to these By-Laws shall be annually determined by the Board of Commissioners. Any agreement shall set forth in reasonable detail the nature of the services to be performed, the cost basis for such services and the payment to be made by the Authority. Included within the services to be provided under this arrangement shall be necessary contacts with prospective applicants, involved financial institutions, federal or state agencies and the keeping of necessary books of account and records in connection with the Authority business.
4. The books and records of the Authority shall be kept at the Authority office in the City of Belle Plaine, Minnesota.
5. The affairs of the Authority shall include, but not be limited to, promoting the growth and development of commercial and industrial concerns in and around the City of Belle Plaine.

### ARTICLE VII

#### Annual Report and Budget

1. The Authority shall prepare an annual report describing its activities and providing an accurate statement of its financial condition. Said report shall be prepared and submitted to the City of Belle Plaine by January 31 of each year.
2. The Authority shall prepare an annual budget projecting anticipated expenses and sources of revenue. Said report shall be prepared and submitted to the City of Belle Plaine by September 1 each year.
3. The financial statements of the Authority must be prepared, audited, filed and published in the manner required for the financial statements of the municipality. The report must be filed with the State Auditor by June 30 of each year.

### ARTICLE VIII

#### Notices

1. Whenever the provisions of the statute or these By-Laws require notice to be given to any Commissioner or officer, except for special meetings called per Article III, Section 6, they shall not be construed to mean personal notice; such notice may be given in writing by depositing the same in a post office or letter box, in a post-paid; sealed wrapper, addressed to such Commissioner at his or her address as the same appears in the books of the Authority, and the time when the same shall be mailed shall be deemed to the time of the giving of such notice.
2. A waiver of any Notice in writing, signed by a Commissioner, whether before or after the time stated in said Waiver for holding a meeting, shall be deemed equivalent to a Notice required to be given to any Commissioner.

# ATTACHMENT B: BPEDA RESOLUTION NO. 16-10

## ARTICLE IX

### Staff

1. Executive Director. The Community Development Director of the City of Belle Plaine shall serve as Executive Director for the BPEDA.
2. The Authority shall, as specified and directed by the Board of Commissioners, make available a professional staff as needed for carrying out the purposes of this Authority.
3. The staff shall have professional management, legal and accounting capabilities sufficient to insure the proper and efficient operation of the Authority.\
4. "Staff" shall include employees of the Authority and other qualified individuals or organizations, who may from time to time contract with the Authority to provide professional legal, accounting and technical assistance services to the Authority.
5. The number of staff shall be determined by the Board of Commissioners.

## ARTICLE X

### Seal

1. The official seal of the Authority shall be in the form affixed hereto.

## ARTICLE XI

### Indemnification

1. The Authority shall have the power to indemnify any persons, whether officers, Commissioners, employees, agents or other persons acting for or on behalf of the Authority in respect to any and all matters or actions for which indemnification is permitted by the laws of the State of Minnesota, including, without limitation, liability for expenses incurred in defending against actions commenced or threatened.
2. In the discretion of the Commissioners, the Authority may purchase and maintain insurance against claims arising out of events and made or threatened against persons described in Section 1 above, whether or not the Authority has the power to indemnify such person under the laws of the State of Minnesota.

## ARTICLE XII

### Amendment of By-Laws

1. Alterations, amendments or repeal of the By-Laws may be made by a majority of the Commissioners entitled to vote at any meeting, if the notice of such meeting contains a statement of the proposed alteration, amendment or repeal. Notice of any alteration, amendment or repeal of the By-Laws shall be given in writing to each Commissioner at least ten (10) days prior to the meeting at which said proposed

## ATTACHMENT B: BPEDA RESOLUTION NO. 16-10

alteration, amendment or repeal shall be considered. No alterations, amendments, or repeal shall be in effect until approved by a majority vote of the City Council.

### **ARTICLE XIII**

#### Miscellaneous

1. All meetings of the Authority shall be governed by Roberts Rules of Order, Revised.
2. The Authority shall adopt and maintain and annually review a conflict of interest policy which shall be applicable to all actions to be taken by the Commissioners or officers and shall be consistent with Minnesota Statutes, Section 469.098 and Minnesota Statutes, Section 469.009.

## ATTACHMENT B: BPEDA RESOLUTION NO. 16-10

Approved by the Board of Commissioners of the Belle Plaine Economic Development Authority this 9<sup>th</sup> day of May, 2016.

---

Rick Krant, EDA President

---

Cynthia Smith Strack Executive Director

Approved by the City Council of the City of Belle Plaine, Minnesota this 16th day of May, 2016.

---

Mike Pingalore, Mayor

ATTEST:

---

Holly J. Kreft City Administrator



## MEMORANDUM

DATE: May 9, 2016  
TO: President Krant, Members of the EDA and Administrator Kreft  
FROM: Cynthia Smith Strack, Community Development Director  
RE: Item 6.2 Director's Report

### **Design Committee**

The Design Committee met May 2<sup>nd</sup> and is scheduled to meet again on May 9<sup>th</sup>.

- The Design Committee reviewed architectural and design elements of the Ridgeview Health Campus and recommended exterior color palette incorporate red and cream colored brick used in buildings in the Downtown. The DC also recommended simplifying the number of exterior materials and colors used.
- The Design Committee will be reviewing proposed replacement awnings and painting for two properties in the Downtown owned by Southern Rentals, LLC: 102 Main Street West (Edward Jones/It's Just Me) and 118 Meridian Street North (formerly owned by Deb Koepp).

### **Planning Commission**

The PC and Council met in joint workshop session on May 2<sup>nd</sup>. The PC is scheduled to meet in regular session at 6:30 on May 9<sup>th</sup>. The PC will:

- Review the following requests related to the Ridgeview Health Campus project:
  - Minor Comprehensive Plan Amendment
  - Rezoning
  - Development Stage PUD Plan
  - Preliminary Plat
- Review a variance request related to front yard setback at 100 Oakwood Drive.
- Call for a public hearing on an ordinance regulating solar energy systems.

### **Episcopal Church Committee**

The ECC met for the first time since December of 2014 to discuss repairs to the historic church. The ECC will reconvene on a regular basis. A grant pre-application is due to the Mn. Historical Society (Legacy Grant Program) at the close of the month. If funded a grant would fund window repair, plaster repair, flooring repair, and HVAC improvements at the church in 2017. The estimated grant amount is \$70,000.

### **HRA**

The City Council authorized and accepted dissolution of the Housing and Redevelopment Authority and transfer of all projects, programs, and property to the EDA. The HRA met one final time on May 2<sup>nd</sup> to accept the transfer, and the EDA will act to accept the transfer at the May 9<sup>th</sup> EDA meeting.

### **City Council Updates**

The City Council approved Ordinance 16-05 pertaining to fences in the Downtown at their meeting April 18<sup>th</sup>.

### **Idea & Information Exchange: Sand Lot**

A lunch gathering to exchange ideas and information regarding the sand lot Downtown is scheduled for Friday, May 13<sup>th</sup>. An architect, potential project owners, finance professionals, a builder, real estate representatives, city staff, and elected officials are invited to attend the meeting at Heng Bakery at noon.